and,

WHEREAS, said Quit Claim Deed has now been executed by the said Glenn Shoemaker for and in behalf of Madison County, Iowa, and said Quit Claim Deed has been presented to this Board for its approval.

NOW, BE IT RESOLVED, by the Board of Supervisors of Madison County, Iowa, that said Quit Claim Deed, a copy of which is attached hereto and by this reference made a part hereof, be and is now approved.

IT IS FURTHER RESOLVED that the Secretary of this Board is hereby ordered to certify a copy of this Resolution and record the same as provided by Section 5697 of the 1958 Code of Iowa.

MOVED, PASSED AND ADOPTED this 31st day of May, 1961.

AYES

Glenn Shoemaker
Carland Howell
Frank G. Jorgensen

NAYS

-

COMPARED

ATTEST:
Wayne A. Griffith Madison County Auditor

Madison County Combined Fund, Inc.
To
The Public

#2716

Fee $7.50 √15

Filed for record the 10 day of June A. D. 1961 at 10:00 o'clock A. M.
Mary E. Welty, Recorder
Shirley G. Henry, Deputy

ARTICLES OF INCORPORATION OF
MADISON COUNTY COMBINED FUND, INC.

RECEIVED
1961 MAY 29 AM 8:54
Secretary of State Iowa

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all being of full age and citizens of the State of Iowa, do hereby adopt the following Articles of Incorporation for the purpose of forming a corporation, not for pecuniary profit, under the laws of the State of Iowa.

ARTICLE I
NAME

The name of this corporation shall be Madison County Combined Fund, Inc. and its principal place of business shall be in Winterset, Madison County, Iowa.

ARTICLE II
OBJECTS OF THE CORPORATION

The general object of this corporation shall be to organize and promote in a single effort the raising of funds for the various charitable, benevolent and educational organizations of Madison County so that the multiplicity of fund raising drives may be eliminated, without eliminating or reducing the money for research to alleviate suffering.

ARTICLE III
POWERS

This corporation shall have and enjoy all of the powers which corporations, not for pecuniary profit, may exercise under the laws of the State of Iowa. This corporation shall have the power to acquire, hold, transfer, convey, assign, lease and mortgage real and personal property. It shall have the power to receive and acquire by gift, bequest, or devise any property, real or personal, for the purposes of furthering or carrying out the objects of the corporation.

The corporation shall have the power to affiliate with a local, state or national organization for the purpose of promoting the objects of this corporation.

ARTICLE IV
COMMENCEMENT AND DURATION

This corporation shall commence business on the issuance of a Certificate of Incorporation by the Secretary of State of the State of Iowa, and the corporation shall continue to exist for a period of fifty (50) years from date unless dissolved sooner by an affirmative

vote in favor of its dissolution by two-thirds (2/3) of its members present at any annual meeting or any special meeting called for that purpose.

ARTICLE V
MEMBERSHIP

Any person who makes a contribution to the Combined Fund sponsored by this corporation shall be considered a member.

ARTICLE VI

The affairs of this corporation shall be conducted by a Board of not less than five (5) nor more than nine (9) members.

At the first annual meeting of the corporation and at each annual meeting thereafter the members of the Board of Directors shall be elected for a term of three (3) years or until their successors are elected and qualified. In the event of any vacancy in the Board of Directors, the same shall be filled by a majority vote of the remaining members of said Board.

The officers of this corporation shall be a Chairman and a Secretary-Treasurer who shall be elected by the Board of Directors at the annual meeting of the Board if Directors. The officers shall hold office for a term of one (1) year.

The directors and officers of this corporation shall have and exercise such rights, powers and duties as may be prescribed in the By-Laws of the Corporation. In the absence of any action by the corporation, the directors and officers shall have and may exercise such powers as are usually exercised by directors and like officers in similar corporations.

The directors and officers of this corporation, during the period between the time of commencement of the corporation and the time of holding the first annual meeting which will be held on the 7th day of June, 1961, are as follows:

Director - Margaret Schafer	Earlham, Iowa
Director - Mrs. Susan Huffman	St. Charles, Iowa
Director - Loren Kale	Truro, Iowa
Director - George Wight	RFD Winterset, Iowa
Director - J. C. Moore	Winterset, Iowa
Director - John E. Evans	Winterset, Iowa
Director - Ethel Lee Osborn	Winterset, Iowa
Director - Arling E. Smith	Winterset, Iowa
Director - Beulah E. Mundell	Winterset, Iowa

Officers

Chairman - Arling E. Smith
Secretary-Treasurer - Ethel Lee Osborn

ARTICLE VII
MEETINGS

Section One. Annual Meeting

The annual meeting of this corporation shall be held on the First Wednesday in June of each year.

Section Two. Special Meetings

Special meetings of this corporation may be called at any time by a majority of the members of the Board of Directors. Notice of any special meeting shall be given by one publication of said notice in a newspaper of general circulation in Madison County at least five (5) days prior to said meeting. The chairman shall call a meeting at any time upon the written request of one hundred (100) members and in case of his neglect or refusal to call such a meeting, the aforesaid one hundred (100) members may join in the call of all members for a special meeting by giving notice by one publication of such meeting at least five (5) days prior to said meeting.

Section Three. Quorum

The members present at any regular or special meeting shall constitute a quorum.

Section Four. Annual Meeting of the Board of Directors

The annual meeting of the Board of Directors shall be held immediately following the

annual meeting of the corporation.

ARTICLE VIII

PRIVATE PROPERTY EXEMPT

Private property of the members of this corporation shall be exempt from all liability for corporate debts.

ARTICLE IX

BY-LAWS

The Board of Directors shall have the power to adopt and establish such By-Laws as may be necessary for the proper management, regulation and government of this corporation.

ARTICLE X

EXECUTION OF INSTRUMENTS

All instruments executed in behalf of the corporation shall be signed by the Chairman and Secretary-Treasurer after being first approved by the Board of Directors.

ARTICLE XI

DISSOLUTION

This corporation may be dissolved at any time by an affirmative vote of Three-fourths (3/4) of the members present at a special meeting called for the purpose, providing notice has been given to the members of the corporation by one (1) publication in a newspaper of general circulation in Madison County at least five (5) days prior to the time of such meeting, which notice shall state the purpose of said meeting.

ARTICLE XII

AMENDMENT OF ARTICLES

These Articles of Incorporation, EXCEPT ARTICLE VIII, may be amended or repealed at any annual or special meeting, provided that such amendment has been submitted in writing to the Secretary-Treasurer and notice thereof setting forth in substance such amendment, signed by the Secretary-Treasurer, has been given to the members by two (2) publications of said notice in a newspaper of general circulation in Madison County at least ten (10) days prior to the date of said meeting.

ARTICLE VIII shall not be eliminated, changed, or amended without an affirmative vote in favor thereof of all the members of this corporation in good standing at the time.

In Witness Whereof, we have signed and executed these Articles of Incorporation this 26th day of May, 1961.

J. C. Moore
J. C. Moore
Glenn J. Anderson M.D.
Glenn J. Anderson
Arling E. Smith
Arling E. Smith
Earl B. Frey
Earl B. Frey
Leslie R. Goeldner
Leslie R. Goeldner
Marvin Schafer
Marvin Schafer
Madalene Graves
Madalene Graves

STATE OF IOWA MADISON COUNTY : SS

On this 26 day of May, 1961, before me, Lewis H. Jordan, a Notary Public in and for Madison County, State of Iowa, personally appeared J. C. Moore, Glenn J. Anderson, Arling E. Smith, Earl B. Frey, Leslie R. Goeldner, Marvin Schafer and Madalene Graves, to me personally known, who by me being duly sworn, did say that they are the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged that they executed the same as their voluntary act and deed, for the uses and purposes therein set forth.

In Witness Whereof, I have hereunto signed my name and affixed my Notarial Seal the day and year last above written.

(NOTARIAL SEAL)

Lewis H. Jordan Notary Public
in and for Madison County, Iowa.

OFFICE OF THE SECRETARY OF STATE Des Moines, Iowa
This instrument recorded in Book 3-U, Page 596, May 29, 1961 Expires May 29, 2011, Cert. No. 18353, Receipt No. - Filed by Lewis H. Jordan, Atty. Winterset, Iowa Filing Fee $5.00 Recording Fee - Melvin D. Synhorst Secretary of State

COMPARED